

# Exhibit A

# DEWEY & LeBOEUF

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Debtor-in-Possession  
Pursuant to Chapter 11  
of the United States Bankruptcy Code:  
No Longer Accepting New Clients

## **PRIVILEGED AND CONFIDENTIAL**

Employer Identification No. 13-5608594

LCN Capital Partners LLC  
142 West 57th Street  
New York, NY 10019

Invoice Number	657554
Invoice Date	9/19/2012
Client Number	102618
Matter Number	000001
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RE: Fund I

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For professional services rendered from July 12, 2010 through May 15, 2012 in connection with the formation of, and offering of interests in, each of LCN North American Fund, L.P. and LCN European Fund, FCP-SIF.

<b>Current Fees</b>	<b>\$726,801.25</b>
<b>Current Expenses</b>	<b>\$42,179.85</b>
<b>Total Amount of This Invoice</b>	<b>\$768,981.10</b>

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**For Professional Services Rendered Through 9/19/2012**

Date	Tkpr	Description	Hours
07/12/10	JZ	[Continuum -- reviewed EU directive materials]	0.75
07/13/10	JZ	[Continuum -- reviewed EU directive materials and bullet point summary.]	2.25
09/10/10	RGP	Office conference with S. McCune.	0.25
09/14/10	JZ	[Continuum -- Reviewed AIFM articles.]	0.25
09/15/10	JAS	[Continuum] Various telephone calls and conferences.	2.00
09/16/10	JZ	[Continuum -- reviewed MOU.]	1.00
09/17/10	JZ	[Continuum -- Internal discussions re: term sheet.]	0.50
09/24/10	JZ	[Continuum -- reviewed executive summary and forbes presentation.]	0.50
09/28/10	CL	Search for lists/rankings of top private equity fund administrators for E. Marchant.	0.50
09/30/10	JAS	[Continuum] Various telephone calls and conferences.	2.50
09/30/10	JZ	[Continuum - internal meeting]	0.50
10/01/10	JAS	Various telephone calls and conferences. [Continuum]	0.50
10/01/10	JZ	Reviewed MOU.	1.00
10/04/10	JZ	Drafted Placement Agent agreement.	2.50
10/06/10	JZ	Drafted Placement Agent agreement.	1.00
10/07/10	JZ	Drafted placement agent agreement.	0.75
10/08/10	JB	"continuum" - review/discussion re: term sheet	0.75
10/08/10	JZ	Drafted term sheet.	3.50
10/12/10	DCO	Review summary of terms.	0.25
10/12/10	JZ	Meeting with Continuum.	3.50
10/12/10	MR	Review and respond to correspondence regarding availability of CONTINUUM; CCF; and CONTINUUM & Design marks in the US.	0.25
10/12/10	SJL	Search request.	0.25
10/13/10	DCO	Correspond with M. DeLuca regarding term sheet; teleconference with S. McCune regarding term sheet.	0.25
10/13/10	JZ	Drafted term sheet. Meeting with Continuum. Drafted Placement Agent Agreement.	4.00
10/13/10	MR	Review search request and scan search for CONTINUUM; CCF; CONTINUUM & Design and the US; Provide analysis of the same.	1.50
10/13/10	SJL	Conference M. Ribando regarding search results.	0.25
10/14/10	DCO	Teleconference with M. DeLuca regarding summary of terms.	0.25
10/14/10	JK	Review of distribution waterfall options.	0.50
10/14/10	JZ	Reviewed employment agreement.	0.25
10/14/10	MR	Review and respond to correspondence regarding availability of CONTINUUM; CCF; CONTINUUM & Design in the US.	0.50
10/14/10	SJL	Review client advice.	0.50
10/15/10	DCO	Review changes to summary of forms.	0.25
10/15/10	JK	Edits to term sheet.	1.25

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Date	Tkpr	Description	Hours
10/18/10	JZ	Internal discussions.	0.25
10/18/10	JZ	Reviewed and provided comments to term sheet.	0.75
10/18/10	MR	Review analysis of scan searches; Teleconference with client regarding availability for use and registration of CONTINUUM marks in the US.	0.75
10/18/10	SJL	Conference M. Ribando, telephone conference client regarding trademark issues.	0.50
10/19/10	DCO	Review term sheet.	0.25
10/21/10	JZ	Conference call with McCarter re: track record.	0.25
10/29/10	JZ	Reviewed comments to term sheet.	0.25
11/01/10	JZ	Review revised term sheet.	0.25
11/03/10	MR	Review US search request and scan search for LCN PARTNERS and provide analysis of the same.	1.00
11/03/10	SJL	Trademark matters; conference M. Ribando.	0.50
11/11/10	RGP	Teleconference with J. Smith; office conference with C. Posner; office conference with J. Zanko; reviewing Manageco term sheets.	1.00
11/12/10	JZ	Meeting with client. Internal discussions. Emails with IP Group.	3.25
11/12/10	MR	Review search request and scan search for LCN in US; Provide analysis of the same.	1.00
11/12/10	SJL	LCN trademark matters.	0.25
11/18/10	MR	Review full search for LCN PARTNERS in US; Provide analysis of the same.	1.25
11/19/10	JZ	Internal discussions to discuss track record.	0.50
11/19/10	MR	Review full search for LCN PARTNERS in US; Confer regarding analysis of the same.	0.50
11/19/10	SJL	Trademark matters.	0.50
11/22/10	JZ	Emails and internal discussions re: LCN name.	0.50
11/22/10	MR	Discussion regarding availability of LCN PARTNERS for use in the US.	0.50
11/23/10	JZ	Meeting with Continuum.	0.50
11/24/10	JZ	Meeting with client. Review upper tier formation documents.	1.25
11/29/10	JZ	Internal discussions.	0.25
11/30/10	JZ	Call with client re: upper tier documents. Internal discussions.	0.50
12/01/10	TYM	Discussion with J. Smith regarding above-the-fund structure.	0.50
12/02/10	JZ	Reviewed and provided comments to LLC agreement.	0.50
12/03/10	JW	Database search for K. Nowacki.	0.50
12/03/10	JZ	Conference call with client.	0.50
12/06/10	TYM	Conference call with client.	1.00
12/08/10	JRH	Briefing from Todd McArthur; initial consideration of application from capital gains tax; the availability of double tax relief for tax on the profits of an LLC; the potential application of anti-avoidance provisions in relation to transfer of assets abroad by individuals.	2.00
12/08/10	TYM	Discussion with J. Harger regarding Chris Nichols' participation in management company and GP vehicle; Related correspondence with C. Nichols, J. Smith, and J. Harger.	0.75

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Date	Tkpr	Description	Hours
12/09/10	JRH	Considering UK tax aspects of structuring the fund management entity and the carried interest vehicle; conference call with Chris Nichols and Todd McArthur	3.00
12/09/10	TYM	Conference call with J. Harger, C. Nichols regarding UK tax considerations relevant to structure of management company and carried interest vehicle; Related discussions with J. Harger.	1.00
12/10/10	JK	Drafting foreign investor memorandum.	4.25
12/11/10	TYM	Correspondence to J. Smith, J. Harger, and others regarding C. Nichol's UK tax considerations and structural alternatives.	0.50
12/13/10	JK	Additional drafting on foreign investor memorandum.	1.25
12/14/10	JZ	Internal discussions.	0.50
12/14/10	TYM	Conversation with J. Zanko and T. Ingrason.	0.50
12/16/10	JRH	Draft email to Chris Nicolls on the structuring of the fund management and carried interest vehicles	2.00
12/17/10	JZ	Conference call with client.	1.00
12/17/10	TYM	Conference call with client, J. Smith, regarding potential Carey participation in management company.	1.00
12/27/10	TYM	Revision of UK tax diligence; Correspondence to C. Nichols drafted by J. Harger.	0.50
12/29/10	DCO	Review fund documents; update file.	0.25
01/04/11	JRH	Summary of UK tax and land law aspects of UK real estate transactions, including sale/lease backs.	3.00
01/04/11	N-S	Tel con with J Harger (English real estate paper for fund); preparing draft.	1.25
01/04/11	TYM	Correspondence with S. McCune, non-US contacts regarding PPM tax disclosure precedent.	0.50
01/05/11	JRH	Memo on legal and tax implications of investment in UK real estate; working with Todd McArthur on the UK tax structuring of the carried interest vehicle	4.50
01/05/11	JZ	Internal discussions.	0.25
01/05/11	N-S	Real estate paper for UK investment.	1.00
01/05/11	RWR	Reviewed background documents relating to LCN Partners and issues raised by Mr. McCune.	0.75
01/06/11	JRH	Summary of legal and tax issues relating to investment and UK real estate	1.00
01/06/11	N-S	Email to J Harger (real estate paper).	0.25
01/06/11	RWR	Conferred with Mr. McCune regarding LCN PPM disclosure regarding prior work and track record of Mr. LaPuma, and review of and revisions to draft language in PPM with respect to the same.	1.00
01/06/11	TYM	Correspondence regarding Spanish tax and real estate overview.	0.50
01/07/11	DCO	Review term sheet.	0.25
01/10/11	JZ	Review comments to term sheet.	0.50
01/10/11	TYM	Review of comments on summary of terms and related correspondence to J. Zanko, S. McCune and others.	0.50
01/12/11	JK	Review of EIN process.	0.75

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Date	Tkpr	Description	Hours
01/12/11	JRH	Revised draft email summarising tax issues regarding fund structuring discussed with Chris Nichols.	2.50
01/18/11	JK	Review of revised term sheet and revisions.	2.50
01/18/11	RWR	Reviewed revised draft disclosure language and emails to/from Mr. McCune regarding same.	0.25
01/18/11	TYM	Review of revised term sheets; Related tax comments and discussions with J. Kinnebrew, S. McCune.	1.75
01/19/11	DCO	Review term sheet draft.	0.50
01/19/11	TYM	Conference call with S. McCune; Related review of term sheet and discussion with J. Kinnebrew.	0.50
01/24/11	BB	Search for articles and treatises regarding track record attributions for investment managers in private placement memos or prospectuses. (T. Ingrasin)	1.00
01/24/11	TYM	Review of Spanish tax and real estate diligence; Term sheets revisions; Related correspondence with S. McCune.	0.25
01/26/11	CSP	Call with J. Smith, T. Ingrasin and S. McCune regarding portability of investment performance record; analysis regarding same.	2.00
01/26/11	TYM	Discussion with J. Kinnebrew and S. McCune regarding comments on summary of terms; Upper tier structure discussion with S. McCune, J. Smith.	1.75
01/27/11	JK	Preparation for call and call with Fund personnel.	1.75
01/27/11	TYM	Conference call with client, S. McCune, J. Smith regarding summary of terms; Drafting real estate structure memos.	2.50
01/28/11	TYM	Review of revised summary of terms.	0.25
01/30/11	CSP	Review and analyze research materials regarding performance calculation and performance portability.	1.00
01/31/11	CSP	Call with J. Smith and S. McCune regarding prior performance.	0.50
01/31/11	TYM	Revisions to REIT structure memos.	0.50
02/01/11	TYM	Discussion with J. Smith, J. Zanko and others regarding upper-tier structure; Revisions to REIT memos.	1.25
02/02/11	TYM	Revisions to REIT memos.	0.25
02/03/11	CSP	Call with J. Smith and S. McCune regarding performance portability question.	0.50
02/04/11	TYM	Conference call with KPMG, J. Smith, E. LaPuma regarding tax structure, summary of terms.	2.00
02/07/11	CSP	Call with J. Smith.	0.50
02/07/11	TYM	Correspondence with Chuck Beel of KPMG and related review of proposed structure chart.	0.50
02/08/11	CL	Pull complaint in Sigular Guff v Boyazny for T. Ingrasin.	0.25
02/08/11	TYM	Conference call with C. Beel, and others at KPMG regarding tax structure and management fee waiver program; Related discussion with J. Smith.	1.50
02/22/11	TYM	Review of open matters; Status of structure.	0.25
02/23/11	CSP	Call with J. Smith regarding performance; Review sample letter; Call with S. McCune regarding same.	1.00

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Date	Tkpr	Description	Hours
02/24/11	CSP	Call with J. Smith.	0.50
02/28/11	TYM	Conference call with S. McCune, chart regarding final turn of summary of terms; UBTI structuring considerations.	1.25
03/04/11	CSP	Call with S. McCune regarding performance advertising.	0.50
03/10/11	CSP	Review emails regarding performance.	0.50
03/11/11	CSP	Call with J. Smith, A. Chen and K.Q. regarding performance calculation.	1.00
03/13/11	CSP	Review emails regarding performance advertising; Review revised letter.	0.50
03/14/11	CSP	Call with J. Smith; Draft questions regarding D&P letter.	1.00
03/15/11	CSP	Review emails regarding performance discussion; Call with J. Smith.	1.50
03/16/11	CSP	Review letter; Draft comments on disclosure; Call with J. Smith regarding letter.	2.00
03/17/11	CSP	Review memorandum regarding conversation with D&P lawyer; Emails with J. Smith regarding same; Call with J. Smith regarding analysis; Research regarding advertising sales.	3.00
03/18/11	CSP	Review emails regarding performance presentation.	0.50
03/21/11	CSP	Call with J. Smith and S. McCune regarding performance presentation.	0.50
03/22/11	CSP	Email to Smith and S. McCune regarding advertising research; Review draft officer's certificate and outline; Call with S. McCune regarding same; Call with E. LaPuns, J. Smith, S. McCune and others regarding performance presentation.	3.00
03/23/11	CSP	Review E. LaPuma email regarding performance presentation; Draft comments regarding same; Review revised officer's certificate.	2.50
03/24/11	DCO	[LCN] Review e-mail correspondence.	0.25
03/24/11	RGP	Office conference with J. Smith; telephone conference with J. Smith and S. McCune; reviewing documents.	0.75
03/25/11	RGP	Reviewing documents; office conference with R. Abraham and S. McCune; office conferences with S. McCune; correspondence.	0.75
03/28/11	CSP	Review revised certificate.	1.00
03/28/11	RGP	Reviewing documents; correspondence; office conference with K. Nowacki; office conference with J. Smith; office conference with S. McCune; revising certificate.	3.00
03/29/11	M L	Search all databases and folders for PPM, LPA, and other documents for several funds as requested by K. Nowacki; Send documents to K. Nowacki as they are found.	1.75
03/29/11	RGP	Correspondence; reviewing documents; revising certificate; office conferences with S. McCune; telephone conference with R. Abraham.	4.50
03/30/11	RGP	Correspondence; reviewing documents; office conferences with K. Nowacki; office conference with J. Smith.	1.50
03/31/11	CSP	Review revised certificate.	0.50
03/31/11	RGP	LCN: Reviewing documents; office conference with K. Nowacki; office conference with T. Ingrasin; correspondence; revising track record language; telephone conference with J. Smith; office	3.25



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Date	Tkpr	Description	Hours
		conferences with S. McCune.	
04/01/11	RGP	Reviewing documents; correspondence; office conference with T. Ingrasin; office conferences with K. Nowacki; revising track record spreadsheet.	3.25
04/04/11	RGP	Reviewing documents; office conferences with K. Nowacki; telephone conference with R. Abraham.	1.25
04/05/11	RGP	Reviewing documents; correspondence; conferences with LCN team, J. Smith, T. Ingrasin and K. Nowacki.	3.50
04/06/11	RGP	Reviewing documents; correspondence; office conference with K. Nowacki; office conference with J. Smith.	1.25
04/07/11	CSP	Call with R. Perkins regarding fair market value calculation.	0.50
04/07/11	RGP	Reviewing track record documents; office conferences with R. Abraham and K. Nowacki; office conference with S. McCune; telephone conference with C. Petito.	3.75
04/08/11	CSP	Review E. LaPuma comments on certificate; Call with E. LaPuma and R. Pearce regarding same; Call with J. Smith and R. Pearce regarding same.	1.50
04/08/11	JB	Discussion/review re: upper tier docs and term sheets	0.50
04/08/11	RGP	Correspondence; reviewing documents; telephone conference with R. Abraham; conferences with K. Nowacki.	6.00
04/09/11	RGP	Correspondence; reviewing documents; revising certificate and disclosure language.	1.75
04/10/11	CSP	Review revised certificate and disclosure.	0.50
04/10/11	RGP	Correspondence.	0.50
04/11/11	CSP	Call with J. Smith and R. Pearce regarding performance certificate.	0.50
04/11/11	JB	Prepared upper tier term sheets	6.00
04/11/11	RGP	Reviewing documents; correspondence; office conferences with R. Abraham and K. Nowacki; telephone conference with E. LaPuma; office conferences with A. Chen and L. Hin; telephone conference with J. Smith and C. Petito.	4.25
04/12/11	JB	Prepared upper tier term sheet; review/edits/analysis/discussion re: same	5.00
04/12/11	RGP	Office conferences with K. Nowacki; telephone conference with L. Hin; correspondence; reviewing documents.	2.50
04/13/11	CSP	Respond to J. Smith email regarding performance record.	0.50
04/13/11	RGP	Correspondence; reviewing documents; telephone conference with R. Abraham and C. Nichols; conferences with T. Ingrasin, K. Nowacki, A. Chen and L. Hin.	2.50
04/14/11	CSP	Call with R. Perkins regarding Proskauer comments.	0.50
04/14/11	RGP	Correspondence; reviewing documents; office conferences with K. Nowacki; telephone conference with R. Abraham; office conference with T. Ingrasin.	1.50
04/15/11	CSP	Call with R. Pearce regarding performance disclosure.	0.50
04/15/11	LH	Update IRR Chart for CPA:15 ventures.	12.00
04/15/11	RGP	Conferences with T. Ingrasin and L. Hin; office conference with K. Nowacki; correspondence; telephone conference with E. LaPuma;	1.25



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Date	Tkpr	Description	Hours
		telephone conference with C. Petito.	
04/17/11	RGP	Correspondence.	0.25
04/18/11	A G	Update Excel spreadsheets.	9.75
04/18/11	AA	Meeting with J. Smith re upper tier structure.	0.50
04/18/11	CSP	Call with R. Pearce regarding performance record.	0.50
04/18/11	JB	Meeting/discussion re: term sheet for upper tier docs	0.50
04/18/11	L S	Collected excel spreadsheet lists of "cash and cash equivalent" figures from the Consolidated Balance Sheets Chart/Section of various documents as per L. Hin and A. Chen	2.75
04/18/11	RGP	Correspondence; reviewing documents; telephone conferences with R. Abraham; revising pitch book; numerous office conferences; telephone conference with B. Colwell; telephone conference with J. Smith.	7.00
04/19/11	A G	Update Excel spreadsheets for L. Hin and A. Chen.	12.50
04/19/11	RGP	Correspondence; reviewing documents; numerous office conferences; revising spreadsheet; meeting with LCN and T. Ingrasin.	12.50
04/20/11	A G	Update Excel workbooks for L. Hin and A. Chen.	5.75
04/20/11	RGP	Revising spreadsheet; telephone conference with E. LaPuma; numerous office conferences; reviewing documents.	9.00
04/21/11	AA	Review of upper tier term sheet and comments to same.	4.25
04/21/11	JB	Review/discussion/edits re: upper tier term sheet	4.00
04/21/11	RGP	Correspondence; numerous office conferences; reviewing documents; revising spreadsheet; telephone conference with E. LaPuma.	11.50
04/22/11	AA	Call with J. Smith re term sheet; reviewed and revised same.	5.25
04/22/11	JB	Call/review/edits/analysis re: upper tier docs and structuring	4.00
04/22/11	RGP	Correspondence; reviewing documents; numerous office conferences; telephone conference with R. Abraham.	2.00
04/24/11	JB	Correspondence/review/edits re: upper tier term sheet	1.75
04/25/11	AA	Call with J. Smith and J. Behrens re upper tier structure.	0.25
04/25/11	JB	Edits/correspondence/discussion/calls re: upper tier term sheet	1.50
04/25/11	RGP	Office conferences with K. Nowacki; reviewing documents; revising spreadsheet; telephone conferences with A. Chen; telephone conference with J. Smith.	7.00
04/25/11	TYM	Review of term sheets for GP/Management company vehicles and related tax comments.	1.25
04/26/11	CSP	Call with J. Smith regarding performance calculation.	0.50
04/26/11	RGP	Reviewing documents; office conferences with T. Ingrasin and K. Nowacki; revising spreadsheet.	6.00
04/27/11	AA	Attention to GP term sheet.	1.00
04/27/11	JRH	Reviewing draft LCN manager and general partner term sheet with regard to the UK tax treatment of one of the individual managers.	1.00
04/27/11	RGP	Reviewing documents; revising spreadsheet; correspondence; numerous office conferences.	3.75

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Date	Tkpr	Description	Hours
04/28/11	AA	Attention to GP term sheet; meeting with J. Behrens.	1.50
04/28/11	CSP	Review articles.	0.50
04/28/11	RGP	Reviewing documents; revising spreadsheets.	2.50
04/29/11	RGP	Reviewing documents; revising spreadsheet.	0.75
05/02/11	AA	Attention to upper tier structure.	4.50
05/02/11	RGP	Telephone conferences with A. Acevedo; reviewing documents; office conference with J. Behrens; office conference with J. Smith.	0.75
05/04/11	RGP	Office conferences with T. Ingrasin; reviewing documents.	0.50
05/05/11	M L	Locate and pull specified press releases as requested by K. Nowacki; Create pdfs of press releases and send to K. Nowacki.	0.50
05/05/11	RGP	Correspondence; office conferences with T. Ingrasin; office conferences with J. Smith; office conferences with K. Nowacki and A. Chen; revising teaser.	2.00
05/06/11	RGP	Reviewing documents; correspondence; telephone conference with C. Petito.	1.25
05/09/11	RGP	Reviewing documents; correspondence; telephone conference with R. Abraham.	2.50
05/10/11	RGP	Correspondence; reviewing documents; telephone conference with T. Clark and J. Smith; telephone conference with B. Colwell and J. Smith; office conference with T. Ingrasin; office conference with C. Petito; revising spreadsheets.	3.25
05/11/11	RGP	Reviewing documents; correspondence; office conferences with K. Nowacki; revising spreadsheets.	2.25
05/12/11	RGP	Reviewing documents; revising spreadsheet; office conference with A. Chen; correspondence; telephone conference with R. Abraham.	6.00
05/13/11	L S	Met with Lisa Hin to discuss project involving reviewing and highlighting relevant sections of 10-Q and 10-K forms; started on project	2.00
05/13/11	RGP	Reviewing documents; revising spreadsheet.	1.50
05/16/11	K E	Highlighting documents and finding key search words for L. Hin	5.00
05/16/11	RGP	Reviewing documents; correspondence; telephone conference with T. Ingrasin.	0.50
05/17/11	K E	Highlighting and searching for key terms for L. Hin	2.00
05/18/11	DCO	Telephone conference with T. Ingrasin regarding PPM ERISA discussion; Review model PPM disclosure.	0.25
05/18/11	M L	Meet with A. Chen to go over instructions for project; Begin to highlight numbers and extract pages from pdfs.	1.00
05/19/11	M L	Locate and pull hundreds of documents according to corresponding numbers in Excel spreadsheet as requested by A. Chen; Locate number in specified 10-K, 10-Q or 424B3 and highlight number; Save as new document and extract page with highlighting as separate document.	2.25
05/20/11	M L	Locate and pull hundreds of documents according to corresponding numbers in Excel spreadsheet as requested by A. Chen; Locate number in specified 10-K, 10-Q or 424B3 and highlight number; Save as new document and extract page with highlighting as separate	4.25

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Date	Tkpr	Description	Hours
		document.	
05/23/11	RGP	Reviewing documents; revising spreadsheet.	0.25
05/26/11	TYM	LCN - Discussion with K. Parsons regarding tax PPM, fund structure.	0.25
05/31/11	RGP	Reviewing and revising spreadsheet.	3.50
06/01/11	RGP	Reviewing and revising spreadsheet; correspondence.	1.00
06/06/11	RGP	Reviewing documents; correspondence.	0.25
06/07/11	RGP	Office conference with J. Smith; correspondence.	0.25
06/08/11	RGP	Correspondence.	0.25
06/10/11	RGP	Reviewing memorandum of understanding; comparing terms; correspondence; office conference with S. McCune; conferences with J. Smith.	3.25
06/13/11	JRH	Reading up file on previous structuring advice; telephone conversation with Todd McArthur	1.75
06/13/11	RGP	Correspondence; reviewing documents; conferences with T. Ingrasin.	1.00
06/13/11	TYM	Discussion with J. Smith regarding fund structure.	1.25
06/14/11	JRH	Considering UK tax structuring of European real estate fund, including UK tax characterisation of proposed sale/lease back transactions in relation to the use of an English limited partnership as the fund vehicle and the VAT treatment of the management fees.	2.25
06/14/11	RGP	Correspondence; reviewing documents; office conferences with E. LaPuma, B. Colwell, C. Nichols and J. Smith; office conference with T. Ingrasin; revising executive summary.	3.75
06/14/11	TYM	Discussion with K. Parsons regarding tax disclosure.	0.25
06/14/11	TYM	Discussion with J. Harger regarding VAT issue.	0.25
06/15/11	RGP	Reviewing documents; correspondence.	0.25
06/17/11	JRH	Telephone conversation with Todd McArthur regarding request for information from Chris Nichols UK tax adviser	0.25
06/17/11	TYM	Discussion with J. Harger regarding C. Nichols' tax questions.	0.50
06/18/11	RGP	Correspondence; telephone conference with J. Smith; drafting placement agent agreement.	3.25
06/19/11	RGP	Reviewing documents; correspondence.	0.25
06/22/11	RGP	Correspondence.	0.25
06/23/11	RGP	Correspondence.	0.25
06/24/11	RGP	Correspondence.	0.50
06/27/11	RGP	Correspondence; reviewing documents.	0.50
06/28/11	RGP	Office conference with J. Smith.	0.25
06/29/11	RGP	Office conference with J. Smith; telephone conference with E. LaPuma and J. Smith; correspondence.	0.50
06/30/11	RGP	Correspondence; telephone conference with J. Smith, and T. McArthur; reviewing documents; telephone conference with B. Colwell and T. Wall.	2.00
06/30/11	TYM	Discussions with R. Perkins, J. Smith regarding structure charts.	0.75
07/01/11	JRH	Conference call with Todd McArthur, Robert Finney and Russel Perkins on the fund structure.	1.00

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Date	Tkpr	Description	Hours
07/01/11	R F	Coordinate re conference call, attend tax / regulatory structuring call and brief follow up with J Harger	1.00
07/01/11	RGP	Telephone conference with T. McArthur, J. Harger and R. Finney.	0.75
07/01/11	TYM	Discussions with J. Smith, R. Perkins regarding current tax structures.	0.75
07/05/11	TYM	Correspondence with LLOYENS regarding diligence of European sale-leaseback structure.	0.50
07/08/11	TYM	Discussion with L. Berger regarding structures.	0.50
07/11/11	RGP	Reviewing documents; office conference with J. Smith.	0.50
07/12/11	RGP	Reviewing documents; telephone conference with B. Colwell; telephone conference with T. McArthur.	1.25
07/13/11	TYM	Tax due diligence for fund structure.	1.00
07/14/11	RGP	Correspondence.	0.25
07/15/11	RGP	Correspondence.	0.25
07/18/11	JAS	Various telephone calls and conferences.	0.25
07/22/11	RGP	Office conference with T. Ingrasin; correspondence.	0.25
07/25/11	RGP	Correspondence; reviewing documents.	0.25
07/25/11	TYM	Revisions to structure charts.	1.25
07/26/11	RGP	Correspondence.	0.50
07/26/11	TYM	Revisions to structure charts; Correspondence with Lloyens.	2.00
07/27/11	RGP	Correspondence; telephone conference with Lloyens and Loeff and T. McArthur; office conference with J. Smith.	1.00
07/27/11	TYM	Review of structure chart, preparation for Lloyens structure call; Lloyens structure call with J. Smith and R. Perkins.	2.00
07/28/11	RGP	Reviewing documents; telephone conference with LCN, KPMG, BNY Mellon and T. MacArthur; office conference with T. MacArthur.	2.25
07/28/11	TYM	All hands conference call regarding structure chart, related preparation.	1.50
07/29/11	TYM	Discussion with J. Smith regarding choice of jurisdiction.	0.50
08/01/11	RGP	Correspondence.	0.25
08/03/11	RGP	Correspondence.	0.25
08/04/11	RGP	Telephone conference with E. LuPama, B. Colwell and T. Ingrasin.	0.50
08/10/11	RGP	Structuring call with KPMG, BNY Mellon & T. McArthur.	0.75
08/10/11	TYM	Conference call with KPMG, BNY Mellon regarding REIT structure; Related preparation.	1.25
08/11/11	RGP	Correspondence; reviewing and revising NDA; Office Conference with Tracie Ingrasin	1.25
08/11/11	TYM	Correspondence with B. Colwell and related follow up for REIT tax accountants.	0.50
09/06/11	JAS	Various telephone calls and conferences.	0.25
09/07/11	AA	Review of term sheet; Call with J. Smith.	1.50
09/07/11	JAS	Various telephone calls and conferences.	0.25
09/07/11	RGP	Office conference with J. Smith; correspondence; reviewing documents; telephone conference with T. Ingrasin.	0.50

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Date	Tkpr	Description	Hours
09/08/11	AA	Attention to term sheet.	5.25
09/08/11	RGP	Office conference with A. Acevedo; reviewing documents.	2.50
09/08/11	RGP	Reviewing documents; office conference with E. LaPuma, J. Smith and T. Ingrasin.	0.25
09/09/11	RGP	Correspondence; Reviewing documents.	0.50
09/12/11	AA	Attention to upper tier term sheet and documents.	1.50
09/12/11	JAS	Various telephone calls and conferences.	0.25
09/12/11	RGP	Correspondence; Telephone call with T. McArthur; Reviewing documents; Office conference with A. Acevedo.	1.00
09/12/11	TYM	Discussions with R. Perkins regarding Shari'ah structure and related diligence and research; Call with client and J. Smith regarding member loans and documentation of upper-tier entities as affecting tax return preparation.	1.50
09/13/11	JAS	Various telephone calls and conferences.	0.25
09/13/11	RGP	Correspondence.	0.25
09/14/11	AA	Attention to upper tier structure.	0.50
09/14/11	CBP	Conference call; reviewed upper tier term sheet.	1.00
09/14/11	JAS	Various telephone calls and conferences.	0.25
09/14/11	RGP	Reviewing documents; Correspondence; Telephone call with C. Sioufi, S. Amro, J. Smith and T. McArthur; Office Conference with T. Ingrasin.	1.00
09/14/11	SYA	Attending conference call with NY office to discuss the proposed new feeder fund.	1.00
09/14/11	TYM	Conference call with J. Smith, R. Perkins, C. Sioufi regarding Islamic structure issues; Related review of prior structure.	1.25
09/15/11	AA	Internal meeting regarding upper tier structure.	0.75
09/15/11	CBP	Reviewed upper tier term sheet; internal meeting.	3.50
09/15/11	RGP	Correspondence.	0.25
09/16/11	AA	Attention to upper tier documents; Internal call.	1.00
09/16/11	CBP	Drafted LCN, L.P. limited partnership agreement.	4.00
09/16/11	TYM	Review of revised upper-tier term sheets; Discussion with A. Acevedo regarding upper-tier structure and specific comments.	1.75
09/19/11	AA	Attention to upper tier structure; Internal meeting.	1.00
09/19/11	CBP	Drafted LCN, L.P. limited partnership agreement.	11.00
09/19/11	TYM	Call with J. Smith and A. Acevedo regarding upper-tier structure.	0.50
09/20/11	AA	Internal meeting.	0.50
09/20/11	CBP	Drafted LCN, L.P. limited partnership agreement.	11.00
09/21/11	AA	Attention to upper tier documents.	7.50
09/21/11	CBP	Correspondence; drafted LCN, L.P. limited partnership agreement.	12.00
09/21/11	TYM	Correspondence regarding upper-tier documents; Review of LCN LP agreement and related tax comments.	2.25
09/22/11	AA	Attention to upper tier documents.	6.00
09/22/11	CBP	Drafted LCN GP, LLC agreement; revised LCN, L.P. agreement.	14.00
09/22/11	RGP	Correspondence; Revising letter.	0.50



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Date	Tkpr	Description	Hours
09/22/11	TYM	Conference call with A. Acevedo regarding comments on LPA.	1.00
09/23/11	CBP	Revised LCN GP, LLC agreement and LCN, L.P. agreement; correspondence.	3.50
09/23/11	RGP	Correspondence.	0.25
09/23/11	TYM	Review of draft LCN, GP LLC Agreements and related discussion with C. Posner.	1.00
09/27/11	AA	Attention to structure.	0.25
09/29/11	RGP	Revising letter; Correspondence.	0.50
10/03/11	CBP	Drafted skeletal LLC agreement.	0.50
10/03/11	CS	Conference call with LCN to discuss Shariah compliant structures.	1.00
10/03/11	RGP	Correspondence; Conference call regarding Sharia compliance.	1.00
10/03/11	SYA	Attending conference call with client to discuss Sharia Compliant fund.	1.00
10/04/11	AA	Attention to upper tier structure.	0.50
10/04/11	RGP	Reviewing placement agent agreement; Conference call regarding same.	1.00
10/05/11	AA	Attention to upper tier structure.	0.25
10/05/11	RGP	Conferences with T. Ingrasin.	0.50
10/06/11	RGP	Revising placement agent agreement.	0.50
10/07/11	RGP	Correspondence; Revising placement agent agreement; Teleconference with J. Smith.	1.00
10/10/11	RGP	Telephone call with M. Gallo.	0.25
10/11/11	RGP	Conferences with J.A. Smith; Office conference with T. Ingrasin.	0.75
10/12/11	RGP	Correspondence; Office Conference with J.A. Smith; Office conference with T. Ingrasin; Reviewing documents.	1.25
10/13/11	RGP	Correspondence; Telephone call with E. LaPuma and B. Colwell; Conferences with T. Ingrasin; Telephone call with T. McArthur, T. Ingrasin and K. Parsons; Office conference with D. Miller.	1.25
10/13/11	TYM	Discussions with R. Perkins, J. Smith, K. Parsons regarding PPM; Review of tax disclosure precedent; Tax comments on K. Parsons initial tax disclosure draft.	2.00
10/14/11	RGP	Office conference with T. Ingrasin.	0.25
10/16/11	RGP	Correspondence.	0.25
10/16/11	TYM	Review draft tax disclosure prepared by K. Parsons and comments/revisions.	2.25
10/17/11	RGP	Reviewing documents; Office conference with T. Ingrasin.	0.50
10/18/11	RGP	Office conference with T. Ingrasin; Correspondence.	0.50
10/19/11	RGP	Correspondence; Reviewing and revising PPM.	2.25
10/20/11	RGP	Reviewing and revising PPM.	1.50
10/21/11	RGP	Reviewing and revising PPM; Correspondence.	3.50
10/22/11	RGP	Reviewing and revising PPM; Correspondence.	4.00
10/24/11	RGP	Reviewing and revising PPM.	0.25
10/25/11	RGP	Correspondence; Reviewing and revising PPM.	2.25
11/07/11	TYM	Call with Bryan Colwell, E. LaPuma, J. Smith, G. Vyas regarding US structural considerations; Related follow-up.	1.50

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Date	Tkpr	Description	Hours
11/08/11	TYM	Conference call with Ed LuPuma, B. Colwell, J. Smith regarding US investment structure; Drafting tax summary.	1.00
11/09/11	RGP	Telephone call with T. Wall, R. Abraham and T. Ingrasin.	0.75
11/10/11	RGP	Correspondence; Reviewing documents.	0.50
11/10/11	TYM	Revisions to tax structure memo and blocker model.	4.00
11/14/11	RGP	Correspondence.	0.25
11/15/11	DCM	Internal meeting re: valuation methodology.	0.25
11/15/11	RGP	Correspondence; Telephone call with LCN, T. McArthur and T. Ingrasin; Reviewing documents; Office conference with D. Miller; Telephone call with J.A. Smith.	1.50
11/15/11	TYM	Review of term sheet.	1.00
11/22/11	DCM	Internal meeting re: clawback and escrow mechanics.	0.25
11/22/11	RGP	Reviewing documents; Telephone call with J. Araneo, B. Shalit, J.A. Smith and T. McArthur; Office conference with D. Miller.	1.25
11/23/11	RGP	Correspondence.	0.25
11/29/11	CSP	Analysis regarding Adviser's Act status of fund manager and structural questions.	1.00
11/29/11	RGP	Correspondence.	0.25
12/01/11	CSP	Prepare for call regarding service relationship.	0.50
12/02/11	CSP	Call with J. Smith regarding adviser registration analysis.	0.50
12/06/11	RGP	Reviewing documents; Correspondence.	0.25
12/09/11	CSP	Call with S. McCune regarding proposed arrangement.	0.50
12/09/11	RGP	Correspondence; Reviewing documents; Telephone calls with J.A. Smith; Telephone call with E. LaPuma, B. Colwell and J.A. Smith; Telephone call with C. Petito.	1.25
12/11/11	RGP	Revising G2 and Forbes agreements; Reviewing documents.	2.75
12/12/11	RGP	Reviewing documents; Telephone call with J.A. Smith.	0.25
12/13/11	CSP	Call with J. Smith regarding registration status question.	0.50
12/13/11	RGP	Revising placement agent agreement; Conferences with T. Ingrasin; Correspondence.	1.25
12/14/11	RGP	Office conference with J.A. Smith; Telephone call with B. Colwell, T. Wall, R. Abraham and J.A. Smith; Correspondence; Conferences with T. Ingrasin.	0.75
12/15/11	RGP	Revising term sheet; Office conferences with T. Ingrasin.	0.25
12/18/11	RGP	Correspondence.	0.25
12/19/11	RGP	Reviewing documents; Telephone call with LCN, J.A. Smith and T. Ingrasin; Conferences with J.A. Smith and T. Ingrasin.	2.25
12/20/11	ANS	Review of ppm and tax disclosure; follow up re same.	2.50
12/21/11	RGP	Correspondence; Reviewing documents; Telephone call with LCN and T. Ingrasin.	1.50
12/28/11	RGP	Office conference with T. Ingrasin.	0.25
01/03/12	KP	Revise tax disclosure taking into account H. Shashy comments; Research and analyze rules and regulations related to same.	3.00
01/04/12	KP	Revise tax disclosure taking into account H. Shashy comments; Research and analyze rules and regulations related to same.	1.50



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Date	Tkpr	Description	Hours
01/10/12	CSP	Call with E. LaPuma, B. Coldwell, B. Feldman and J. Smith regarding structuring of relationship with G2.	0.50
01/17/12	KP	Revise tax disclosure taking into account H. Shashy comments; Research and analyze IRS rules and regulations related to real estate investment trusts and partnerships in connection with same.	3.50
01/18/12	KP	Revise tax disclosure taking into account H. Shashy comments; Research and analyze IRS rules and regulations related to real estate investment trusts and partnerships in connection with same.	3.50
01/18/12	KP	Revise tax disclosure taking into account H. Shashy comments; Research and analyze IRS rules and regulations related to real estate investment trusts and partnerships in connection with same.	-3.50
01/18/12	TYM	Review of FAQ response prepared by Ed LaPuma.	0.25
01/20/12	CSP	Respond to email regarding applicability of new SEC registration guidance.	0.25
01/24/12	RGP	Correspondence; Telephone call with T. McArthur.	0.50
01/24/12	TYM	Discussion with R. Perkins regarding Townsend questionnaire.	0.25
01/25/12	RGP	Correspondence; Reviewing and revising questionnaire.	3.25
01/25/12	TYM	Review of FAQ prepared by Forbes and discussions with R. Perkins regarding scope of tax response.	0.50
01/26/12	RGP	Correspondence.	0.25
01/27/12	RGP	Telephone call with B. Colwell.	0.25
01/28/12	CSP	Comment on description of G2 services.	0.25
01/30/12	RGP	Correspondence.	0.25
01/30/12	TYM	Luxembourg jurisdictional diligence and related discussions with R. Perkins.	0.50
01/31/12	CSP	Call with T. Ingrasin regarding comments on G2 agreement.	0.25
01/31/12	RGP	Office conference with J.A. Smith; Correspondence; Conferences with T. Ingrasin.	0.75
02/01/12	LK	Call with client; Internal meeting regarding transition; Internal correspondence; Review of documents for transition.	1.00
02/01/12	RGP	Reviewing and revising G2 agreements; Office conference with L. King and T. Ingrasin.	1.00
02/01/12	TYM	Conversation with R. Perkins regarding structural issues.	0.25
02/03/12	LK	Internal correspondence.	0.25
02/03/12	RGP	Correspondence; Reviewing documents.	0.25
02/05/12	RGP	Correspondence.	0.50
02/06/12	CSP	Call with R. Perkins regarding SEC registration.	0.25
02/06/12	RGP	Reviewing documents; Correspondence; Telephone call with C. Petito; Office conferences with J.A. Smith; Telephone call with E. LaPuma, B. Colwell and J.A. Smith; Telephone call with B. Feldman.	2.25
02/07/12	LK	Internal meetings regarding IAA registration.	0.25
02/07/12	RGP	Correspondence; Office conference with L. Cook.	0.25
02/08/12	LK	Internal correspondence.	0.25
02/08/12	RGP	Reviewing and revising agreements; Correspondence.	1.00

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Date	Tkpr	Description	Hours
02/09/12	LK	Review of current upper tier documents; Call with client; Internal meetings; Revisions to upper tier agreements; Correspondence with client; Post-closing matters; Form D matters; Internal correspondence.	7.00
02/09/12	LK	Correspondence.	0.25
02/09/12	RGP	Reviewing documents; Correspondence.	0.75
02/10/12	LK	Preparation for and meeting with client; Internal meetings; Revisions to Placement Agent Agreement and Services Agreement; Revisions to Term Sheet; Correspondence.	5.75
02/10/12	RGP	Reviewing termsheet; Reviewing and revising placement agreement; Correspondence; Teleconference with B. Feldman; Meeting with LCN and L. King; Teleconference with D. Miller.	4.25
02/10/12	TYM	Discussion with H. Wein regarding Up REIT v. Down REIT structural considerations in context of 1099 versus K-1 preference; Related discussion with R. Perkins; Related tax diligence.	1.00
02/13/12	AA	Call with L. King regarding upper tier.	0.25
02/13/12	LK	Internal meeting; Correspondence regarding formation of upper tier entities.	0.50
02/13/12	RGP	Telephone call with B. Feldman; Correspondence; Revising placement agreement; Telephone call with E. LaPuma and B. Colwell.	0.50
02/14/12	LK	Correspondence with client regarding upper tier documents.	0.25
02/16/12	KP	Revise tax disclosure reflecting T. McArthur and H. Shashy comments; Draft e-mail to T. McArthur on same.	1.00
02/16/12	LK	Internal correspondence; Internal meetings; Review of skeletal document.	0.75
02/16/12	RGP	Telephone calls with B. Colwell; Telephone calls with L. King; Reviewing documents; Correspondence.	0.75
02/16/12	TYM	Revisions to tax PPM in response to tax opinion committee review comments.	0.75
02/17/12	KP	Revise tax disclosure taking into account T. McArthur and H. Shashy comments; Draft e-mail to T. McArthur on same; Research and analyze rules related to pension-held REITs and UBTI.	1.50
02/17/12	TYM	Discussions with K. Parsons regarding tax disclosure.	0.50
02/21/12	RGP	Correspondence.	0.25
02/22/12	LK	Revised term sheet; Internal meetings; Correspondence.	1.00
02/22/12	RGP	Telephone call with E. LaPuma; Correspondence; Office conference with L. King; Reviewing and revising term sheet.	1.50
02/23/12	LK	Correspondence with G2; Internal meetings; Internal correspondence; Correspondence with client.	0.75
02/23/12	RGP	Telephone call with L. King; Telephone call with T. McArthur; Correspondence; Reviewing documents.	0.75
02/23/12	TYM	Review of revised tax disclosure; Discussions with R. Perkins regarding Lux structure.	1.00
02/24/12	LK	Internal meeting; Correspondence; Call with client and G2; Revisions to term sheet.	3.50

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Date	Tkpr	Description	Hours
02/24/12	RGP	Telephone call with Forbes, LCN and L. King; Reviewing documents; Correspondence; Telephone call with R. Abraham and T. Wall.	1.50
02/27/12	LK	Internal meetings; Correspondence regarding Exhibit A.	1.25
02/27/12	RGP	Correspondence; Telephone calls with E. LaPuma; Revising placement agent agreement.	2.00
02/27/12	SIM	Conference and e-mail correspondence with L. King regarding placement agent agreement.	0.25
02/28/12	LK	Internal meeting; Correspondence from client regarding Exhibit A.	0.25
02/29/12	LK	Correspondence; Revisions to term sheet; Internal meeting.	1.00
02/29/12	RGP	Correspondence; Telephone call with L. King.	0.25
03/01/12	LK	Correspondence; Revisions to term sheet.	0.50
03/01/12	RGP	Correspondence; Reviewing documents.	0.25
03/02/12	LK	Internal meeting; Revisions to draft term sheet for PPM; Correspondence.	2.00
03/02/12	RGP	Office conference with J.A. Smith.	0.25
03/05/12	RGP	Reviewing term sheet.	0.25
03/06/12	RGP	Reviewing documents; Telephone call with T. McArthur; Telephone call with LCN; Office conference with L. King.	1.00
03/06/12	TYM	Discussion with R. Perkins regarding European structure.	0.50
03/07/12	JP	Met with L. King to discuss risk factors for LCN.	0.25
03/07/12	LK	Internal meeting regarding risk factors in PPM.	0.50
03/07/12	RGP	Telephone call with T. McArthur; Correspondence; Telephone call with L. Berger and T. McArthur; Reviewing documents; Correspondence; Telephone call with T. Wall.	1.00
03/08/12	LK	Call with client to discuss term sheet issues; Internal meetings regarding same and PPM risk factors; Revisions to term sheet.	2.00
03/08/12	RGP	Telephone call with L. Berger, J. Terblanche and T. McArthur; Correspondence; Reviewing documents; Telephone call with LCN, J.A. Smith, T. McArthur and L. King.	3.50
03/08/12	TYM	Call with R. Perkins, Loyens Loeff regarding Luxembourg structure due diligence; Related correspondence with Loyens European tax diligence; Conference call with LCN.	2.50
03/09/12	JRH	Sale lease back fund structure.	0.25
03/09/12	RGP	Reviewing documents; Correspondence; Office conference with S. Melniker.	1.00
03/09/12	SIM	Review and analyze risk factors in WP Carey Prospectus and 10K in connection with preparation of LCN PPM.	1.25
03/12/12	ASR	Meeting with H. Kurzweil to discuss new matter re: Aboutaam v. LaPuma; review background materials.	2.25
03/12/12	EJ	Obtained copy of affidavit of service for H. Kurzweil re: Aboutaam Hicham vs. Edward V. Lapuma.	0.50
03/12/12	JSS	Obtaining summons and complaint and affidavits of service for Harvey Kurzweil	0.50
03/12/12	SIM	Review and analyze risk factors in WP Carey Prospectus and 10K	5.25

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		and compare to those in LCN draft PPM.	
03/12/12	TYM	Discussion with B. Shalit regarding grantor trust strategy.	0.50
03/13/12	AA	Attention to agreement for GP of investment manager.	0.50
03/13/12	FR	Consideration of SDLT sales and leaseback provisions in relation to PUTs and final structure; discussion with Judith Harger	1.25
03/13/12	FR	Research and consideration of SDLT in respect of sale and leaseback.	1.00
03/13/12	JRH	Comments on tax structuring of fund acquisitions of UK real estate.	0.50
03/13/12	LK	Correspondence.	0.25
03/13/12	RGP	Correspondence.	0.75
03/14/12	AA	Attention to upper tier agreements.	7.50
03/14/12	LC	Discussions re: upper tier; reviewed documents.	3.00
03/14/12	LK	Internal meetings and correspondence regarding PPM; Internal meetings and correspondence regarding upper tier.	3.25
03/14/12	RGP	Correspondence; Conferences with A. Acevedo, L. King and L. Cook; Reviewing documents.	1.25
03/14/12	TYM	Review of prior comments on upper tier structure.	0.50
03/15/12	AA	Attention to upper tier agreements; Calls with T. McArthur and M. Pahl.	2.75
03/15/12	ASR	LaPuma: review case file; drafted legal hold letter for Kylix at Christies; served letter on Christies; phone call with E. LaPuma to discuss case; research usury laws.	7.25
03/15/12	BB	Search for form ADV for WP Carey & Co LLC; Search for risk factors disclosure in SEC filings. (J. Posner)	0.25
03/15/12	JP	Compiled risk factors related to bankruptcy and leverage for LCN PPM for L. King.	2.00
03/15/12	LC	Call with Todd; reviewed/revised documents; discussions re: upper tier.	4.75
03/15/12	LK	Internal meetings regarding upper tier; Correspondence; Internal meetings regarding PPM; Review of risk factors for PPM; Drafted new risk factors.	5.00
03/15/12	MSB	T/c LaPuma. Reviewed forms of agreement.	1.25
03/15/12	TYM	Call with L. Cook, A. Acevedo regarding upper-tier structure and open questions; Related review of documents and prior notes.	2.25
03/16/12	ASR	Review basis of Aboutaam usury claims and compound interest claims; draft summary of analysis; call with client to discuss status of review; update open items memo based on client recommendation.	8.50
03/16/12	KP	Analyze draft private placement memorandum; Draft e-mail to T. McArthur on same.	1.00
03/16/12	LK	Correspondence; Internal meetings; Review of draft PPM.	0.75
03/18/12	RGP	Reviewing and revising PPM.	0.50
03/19/12	AA	Attention to upper tier.	3.00
03/19/12	ASR	LaPuma: draft analysis of Aboutaam's claims for partner review.	2.00
03/19/12	JP	Revised and edited Risk Factors in LCN PPM.	2.50
03/19/12	KP	Revise tax risks section of private placement memorandum.	1.25
03/19/12	LK	Correspondence; Review of draft PPM.	4.25

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Date	Tkpr	Description	Hours
03/19/12	RGP	Reviewing documents; Telephone calls with T. McArthur; Reviewing and revising PPM; Telephone calls with B. Colwell, 62 and BNY Mellon.	7.25
03/19/12	TYM	Review of PPM; Related discussions with R. Perkins.	2.75
03/20/12	AA	Meeting with L. Cook in regard to upper tier agreements.	1.00
03/20/12	ASR	Conduct additional research re: Aboutaam's claims; drafting analysis of Aboutaam's usury and compound interest claims.	3.75
03/20/12	JP	Compiled and edited risk factors for LCN PPM.	2.25
03/20/12	LC	Internal discussions; revised documents.	2.00
03/20/12	LK	Internal meetings; Review of and comments to PPM.	5.50
03/20/12	RGP	Reviewing and revising PPM; Conferences with L. King.	5.00
03/20/12	SIM	Revise PPM; conference with R. Perkins regarding PPM.	6.25
03/21/12	ASR	Review documents and update analysis of response to Aboutaam's claims.	2.75
03/21/12	LK	Revisions to PPM; Internal meetings.	2.50
03/21/12	RGP	Correspondence.	0.50
03/21/12	SIM	Revise PPM	4.50
03/22/12	ASR	LaPuma: Update and finalize analysis of Aboutaam's claims; meeting with H. Kurzweil to discuss analysis and case strategy; draft letter to opposing counsel re: answer due date; draft summary of case strategy for H. Kurzweil review.	8.25
03/22/12	KP	Revise tax disclosure and tax risks for private placement memorandum, taking into account T. McArthur comments.	2.50
03/22/12	LK	Internal meetings; Correspondence.	1.00
03/22/12	RGP	Reviewing documents; Office conferences with S. Melniker.	1.00
03/22/12	SIM	Revise PPM; correspondence with T. McArthur; R. Perkins and L. King	8.50
03/22/12	TYM	Review of revised PPM - tax risks section; Related discussion with K. Parsons.	1.75
03/23/12	ASR	Meet with H. Kurzweil to discuss analysis of Aboutaam's claims against LaPuma and strategic response; prepare outline and agenda for meeting with E. LaPuma; meet with E. Lapuma and H. Kurzweil to discuss background and case strategy; begin drafting answer and counterclaims.	8.75
03/23/12	KP	Revise tax disclosure and tax risks sections of private placement memorandum; Draft e-mail to R. Perkins on same.	2.50
03/23/12	LK	Internal meeting.	0.25
03/23/12	RGP	Correspondence; Reviewing documents; Teleconference with E. LaPuma and B. Colwell; Teleconference with K. Parsons; Revising PPM; Office conference with S. Melniker.	2.25
03/23/12	SIM	Revise PPM; correspondence with K. Parsons and R. Perkins	3.50
03/23/12	TYM	Review of revised risk and tax disclosure schedule.	0.25
03/25/12	ASR	Review documents and outline answer and counterclaims.	3.75
03/25/12	RGP	Reviewing and revising PPM; Revising placement agent agreement; Correspondence.	1.25



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Date	Tkpr	Description	Hours
03/25/12	SIM	Revise PPM; correspondence with R. Perkins regarding the same.	1.00
03/26/12	ASR	Draft answer, counterclaim and third party complaint; prepare documents for filing; address service issues.	8.25
03/26/12	HK	Work on complaint and counterclaim and conference with A. Robbins.	1.50
03/26/12	LK	Correspondence; Internal meeting.	0.50
03/26/12	RGP	Correspondence; Reviewing Lux. term sheet; Telephone call with LCN; Revising placement agent agreement.	2.50
03/27/12	ASR	Draft Answer, Counterclaim and Third Party Complaint; review documents and update factual contentions.	7.75
03/27/12	HK	Work on exhibits and revised complaint and counterclaim; conferences A. Robbins.	2.50
03/27/12	LK	Preparation for and call with Luxembourg counsel to discuss comments; Internal meetings; Correspondence; Review of and revisions to revised term sheet for PPM.	5.50
03/27/12	RGP	Correspondence; Reviewing PPM; Telephone call with J. Terblanche, T. Wall, T. McArthur and L. King; Office conferences with S. Melniker; Telephone call with L. King; Telephone call with B. Colwell.	2.00
03/27/12	SIM	Conference with R. Perkins regarding revisions to the term sheet in the PPM with respect to Luxembourg comments.	0.25
03/27/12	SIM	Revise PPM per Luxembourg comments; correspondence with R. Perkins and L. King regarding the same.	5.50
03/28/12	ASR	Finalize pleadings; research additional claims; develop settlement strategy.	8.00
03/28/12	HK	Final comments on answer and counterclaim.	1.00
03/28/12	JSS	Reviewing documents (Answer and Third-Party Complaint with Andrew Robbins)	0.50
03/28/12	LK	Internal meetings; Correspondence; Review of and revisions to PPM.	1.50
03/28/12	RGP	Reviewing and revising term sheet; Correspondence; Telephone call with T. McArthur; Conferences with S. Melniker.	2.75
03/28/12	SIM	Revise summary of terms per Luxembourg comments and correspondence with L. King and R. Perkins regarding the same.	5.50
03/29/12	ASR	Finalize pleadings; prepare documents for pending filing; prepare amended counterclaim to include additional claims.	7.75
03/29/12	C B	Preparing 3rd Party summons, answer and 3rd party complaint for filing	0.50
03/29/12	EL	Travel to NY Supreme to file third party summons.	1.50
03/29/12	K D	Travel to opposing counsel to serve documents.	1.00
03/29/12	KP	Revise tax section of private placement memorandum taking into account local counsel comments; Draft e-mails to S. Melniker and L. King on same.	3.00
03/29/12	LK	Internal meetings; Revisions to PPM; Review of revised PPM; Correspondence.	5.50
03/29/12	RGP	Reviewing documents; Correspondence; Telephone calls with L. King; Office conferences with S. Melniker.	2.00

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Date	Tkpr	Description	Hours
03/29/12	SIM	Revise summary of terms per Luxembourg comments and correspondence with L. King and R. Perkins regarding the same.	3.25
03/29/12	TYM	Review of revised PPM; Related discussion with K. Parsons.	0.50
03/30/12	ASR	Draft amended pleadings; research Christies, Inc. auction policies; correspond with client re: factual issues.	7.50
03/30/12	LK	Internal meetings; Correspondence.	0.50
03/30/12	RGP	Correspondence; Reviewing documents; Office conference with L. King.	0.50
03/30/12	SIM	Revise PPM with tax comments.	1.75
03/30/12	TYM	Review of PPM revisions; Call to Lloyens tax.	0.50
04/01/12	LK	Review of and revisions to PPM; Internal correspondence.	4.00
04/02/12	ASR	Draft outline of outstanding issues for H. Kurzweil's pending call with Aboutaam's counsel; draft first amended answer, counterclaim and third party complaint to include outstanding issues.	3.50
04/02/12	HK	Miscellaneous developments including outreach by Aboutaam counsel and further work on strategy.	1.00
04/02/12	KP	Revise tax disclosure for private placement memorandum; Draft e-mail to S. Melniker on same.	0.50
04/02/12	LK	Correspondence; Internal meetings.	0.50
04/02/12	RGP	Revising PPM; Correspondence; Conferences with S. Melniker.	1.75
04/02/12	SIM	Revise PPM; Correspondence with L. King, R. Perkins and K. Parsons regarding the same.	2.75
04/03/12	ASR	Prepare outline of issues for H. Kurzweil's pending call with Aboutaam's counsel; meeting with H. Kurzweil to discuss strategy for call with Aboutaam's counsel; draft comprehensive settlement and release agreement for future negotiations with opposing counsel; draft settlement demand letter to opposing counsel outlining issues and LaPuma's proposed resolutions; review and analyze LaPuma comments to draft letter; research potential expert contacts to discuss establishing provenance for LaPuma's pieces.	9.50
04/03/12	C K	Tax research regarding grantor trust rules and profits interest.	5.50
04/03/12	HK	Extensive work on settlement proposal and communications with H. Bergman; conferences A. Robbins.	1.75
04/03/12	HW	Read memo; telephone conference; investigation of law regarding grantor trust and profits, interest.	1.25
04/03/12	K D	Travel to Court to file documents.	1.00
04/03/12	LK	Correspondence with client; Internal meetings; Revisions to term sheet; Revisions to PPM; Internal correspondence.	3.00
04/03/12	RGP	Reviewing and revising documents; Correspondence; Conferences with L. King; Telephone call with H. Wein; Conferences with S. Melniker.	2.00
04/04/12	ASR	Revise draft settlement letter to incorporate LaPuma's comments; meeting with H. Kurzweil to discuss strategy; serve settlement demand letter upon Aboutaam's counsel; research filing deadlines; draft stipulation to extend parties' time to answer or otherwise respond; provide draft stipulation for opposing counsel review and	7.50



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Date	Tkpr	Description	Hours
		approval.	
04/04/12	C K	Grantor Trust research.	4.50
04/04/12	HK	Conference call with Bergman; conference A. Robbins; follow up to same; communications with client.	1.00
04/04/12	RGP	Reviewing documents; Correspondence; Office conference with S. Melniker; Telephone call with LCN.	0.75
04/04/12	SIM	Redact private REITs memorandum.	0.50
04/05/12	C K	Grantor trust research.	1.00
04/05/12	HK	Conference call H. Bergman; conferences A. Robbins; emails regarding developments.	0.50
04/05/12	LK	Correspondence; Internal meeting.	0.50
04/05/12	RGP	Correspondence; Reviewing documents; Telephone call with S. Melniker; Telephone call with LCN.	1.00
04/05/12	SIM	Prepare memorandum regarding taxation treatment of REITs.	0.25
04/06/12	ASR	Edit and review stipulation to extend parties time to answer or otherwise respond.	0.75
04/06/12	C K	Grantor trust research.	1.50
04/06/12	HW	Telephone conference; email.	0.75
04/09/12	ASR	Review e-mail from client; assess implications of possible auctions on settlement posture.	0.50
04/09/12	EJ	Filed stipulation for H. Kurzweil re: Hicham Aboutaam vs. Edward V. LaPuma, et al.	0.50
04/09/12	HK	Attention to various issues raised by client including injunction.	0.25
04/09/12	LK	Correspondence.	0.25
04/09/12	TYM	Correspondence with H. Wein regarding La Puma estate planning; Related review of estate plan memo.	0.50
04/10/12	LK	Internal meetings; Review of revised PPM; Correspondence.	1.50
04/10/12	RGP	Reviewing and revising PPM; Correspondence; Office conferences with S. Melniker; Telephone call with P. Brodnicki; Telephone call with LCN.	5.25
04/10/12	SIM	Revise PPM; Conferences with R. Perkins regarding the same.	4.25
04/11/12	ASR	Review recent media regarding Phoenix Ancient Art and provide summary and analysis to H. Kurzweil.	1.50
04/11/12	LK	Review of revisions to PPM.	1.25
04/14/12	LK	Internal correspondence.	0.25
04/15/12	HK	Study recent e-mail requests regarding additional piece.	0.50
04/16/12	HK	Potential correspondence regarding missing piece.	0.50
04/16/12	LC	Revisions re: upper tier documents.	1.25
04/16/12	LK	Correspondence; Review of upper tier issues.	0.50
04/16/12	TYM	Discussions with B. Shalit regarding estate tax planning for E. Lapuma; Related correspondence; Discussions with A. Acevedo regarding upper tier.	1.50
04/17/12	HK	Telephone conference H. Bergman and preparation of letter regarding additional piece.	1.00
04/17/12	LC	Client meeting/revised term sheet/discussions re: upper tier.	2.25

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Date	Tkpr	Description	Hours
04/17/12	RGP	Reviewing documents; Telephone calls with L. Cook; Correspondence.	2.25
04/18/12	LC	Client meetings/discussions re: upper tier.	3.50
04/18/12	RGP	Reviewing documents; Meeting with E. LaPuma, B. Colwell, J.A. Smith, A. Acevedo and L. Cook; Correspondence; Office conference with L. Cook.	2.75
04/19/12	HK	Preparation for meeting with H. Bergman; exchange of e-mails re same.	0.50
04/19/12	LC	Calls/discussions re: upper tier.	1.00
04/19/12	LK	Correspondence.	0.25
04/19/12	MCP	Team conference call to discuss tax issues; review of files regarding phantom plan documents.	1.50
04/19/12	MJL	Conference call to discuss tax issues; Research same for T. McArthur.	4.50
04/19/12	RGP	Correspondence.	0.25
04/19/12	TYM	Conference call with M. Pahl, J. Smith, L. Cook, A. Acevedo regarding NYC UBT planning, upper-tier structure for junior service providers; Related discussions with M. Levine, A. Acevedo.	1.25
04/20/12	LC	Discussions/calls/revisions/review re: upper tier.	1.25
04/20/12	WM	Confer with A. Acevedo regarding license to use founder's biographical information.	0.25
04/22/12	LC	Revisions re: upper tier.	2.50
04/23/12	ASR	Review and analyze outstanding issues in preparation for upcoming settlements; identify key points; research issues of provenance and authentication.	2.00
04/23/12	HK	Preparation for Bergman meeting and conference call with client; meeting with A. Robbins.	1.50
04/23/12	LC	Calls/discussions/revisions re: upper tier.	4.00
04/23/12	RGP	Correspondence; telephone call with L. King; telephone call with LCN and J. Smith.	0.75
04/24/12	ASR	Meet with H. Kurzweil to discuss pending settlement discussion and review issues; call with E. LaPuma to discuss settlement objectives; call with provenance expert Colette Marvin to discuss documentation and related issues; prepare documents and strategy for settlement discussion.	6.25
04/24/12	HK	Preparation for meeting with H. Bergman; meeting with A. Robbins; telephone conference with client.	1.50
04/24/12	LK	Correspondence; Internal meetings regarding drafting LPA.	0.50
04/24/12	RGP	Correspondence; reviewing documents.	0.50
04/24/12	TYM	Discussion with B. vonCrailsheim, F. Tschesche regarding German regulatory structure.	0.75
04/25/12	ASR	Prepare for settlement discussion with opposing counsel; travel to Moses & Singer office; settlement discussion with Aboutaam's counsel; meeting with H. Kurzweil and J. Smith to discuss implications; draft summary memo of settlement discussion.	8.50
04/25/12	HK	Preparation for and participation in settlement conference with H.	4.00

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Date	Tkpr	Description	Hours
		Bergman; follow up to same.	
04/25/12	LK	Internal meetings regarding drafting LPA.	1.00
04/25/12	MJL	Research tax issues for T. McArthur.	2.25
04/25/12	RGP	Correspondence.	0.25
04/25/12	SIM	Draft the subscription documents for LCN North American Fund, L.P.	2.00
04/26/12	ASR	Meeting with H. Kurzweil to review settlement discussion; call with E. LaPuma and H. Kurzweil to discuss settlement; draft memo reviewing settlement discussion for partner and client review; prepare spreadsheet assessing party claims point by point; research usury law exceptions.	7.25
04/26/12	HK	Follow up to settlement discussions.	2.50
04/26/12	SIM	Draft the subscription documents and formation documents for LCN North American Fund, L.P.	6.25
04/27/12	ASR	Draft and send letter to Christie's re: Kylix piece; correspond with Christie's counsel; draft spreadsheet of issues and parties' respective positions; research Bergman's claim re: usury and compound interest under New York law.	7.75
04/27/12	LC	Internal discussions/revisions re: upper tier documents, including discussions with intellectual property expert.	1.50
04/27/12	LK	Correspondence.	0.25
04/27/12	WM	Teleconference with L. Cook regarding intellectual property matters.	0.50
04/28/12	SIM	Draft the formation documents for LCN North American Fund, L.P.	1.50
04/29/12	LK	Correspondence regarding LPA.	0.50
04/29/12	SIM	Draft the formation documents for LCN North American Fund, L.P.	8.00
04/30/12	ASR	Review all documents and finalize spreadsheet overview of settlement negotiations; research and analyze New York usury and compound interest law; meeting with H. Kurzweil to discuss outstanding issues; call with E. LaPuma to discuss status; draft second settlement letter; draft proposed dismissal, waiver, non-disparagement and confidentiality clause.	8.50
04/30/12	HK	Preparation for, participation in and follow up to conference call with E. LaPuma	0.50
04/30/12	LK	Internal correspondence.	0.25
05/01/12	HK	Work on possible settlement	0.50
05/01/12	RGP	Correspondence; revising documents.	0.50
05/01/12	TYM	Review of estate planning memo prepared by BDS for E. LaPuma.	0.50
05/02/12	TYM	Discussions with R. Perkins regarding PPM structuring of carried interest vehicle.	0.50
05/07/12	HK	Preparation for, participation in and follow up to conference call with E. LaPuma.	1.00

**Timekeeper Summary**

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**Timekeeper Summary**

<b>Timekeeper</b>	<b>Tkpr</b>	<b>Status</b>	<b>Hours</b>	<b>Rate</b>	<b>Value</b>
Marshall Brozost	MSB	Partner	1.25	875	\$1,093.75
Robert Finney	R F	Partner	1.00	1,070	\$1,070.00
Judith R Harger	JRH	Partner	0.75	1,180	\$885.00
Judith R Harger	JRH	Partner	24.25	1,070	\$25,947.50
Harvey Kurzweil	HK	Partner	23.50	995	\$23,382.50
Stanton Lovenworth	SJL	Partner	2.75	850	\$2,337.50
Todd Y McArthur	TYM	Partner	22.00	875	\$19,250.00
Todd Y McArthur	TYM	Partner	37.25	825	\$30,731.25
Todd Y McArthur	TYM	Partner	15.50	800	\$12,400.00
Todd Y McArthur	TYM	Partner	6.25	775	\$4,843.75
Mitchel C Pahl	MCP	Partner	1.50	950	\$1,425.00
Russel G Perkins	RGP	Partner	77.75	775	\$60,256.25
Russel G Perkins	RGP	Partner	207.50	650	\$134,875.00
Russel G Perkins	RGP	Partner	1.25	625	\$781.25
Christopher S. Petito	CSP	Partner	1.50	875	\$1,312.50
Christopher S. Petito	CSP	Partner	27.00	825	\$22,275.00
Christopher S. Petito	CSP	Partner	6.00	800	\$4,800.00
Richard Reinthaler	RWR	Partner	1.00	925	\$925.00
Richard Reinthaler	RWR	Partner	1.00	900	\$900.00
Abraham N Shashy	ANS	Partner	2.50	925	\$2,312.50
Chris Sioufi	CS	Partner	1.00	625	\$625.00
Joseph A Smith	JAS	Partner	1.50	1,200	\$1,800.00
Joseph A Smith	JAS	Partner	5.00	1,000	\$5,000.00
Hershel Wein	HW	Partner	2.00	995	\$1,990.00
Samer Y. Amro	SYA	Local Partner	2.00	525	\$1,050.00
Anthony Acevedo	AA	Counsel	15.00	760	\$11,400.00
Anthony Acevedo	AA	Counsel	43.75	700	\$30,625.00
David C Miller	DCM	Counsel	0.50	700	\$350.00
David Olstein	DCO	Counsel	0.50	700	\$350.00
David Olstein	DCO	Counsel	2.25	675	\$1,518.75
Nicholas Shepherd	N-S	Counsel	2.50	710	\$1,775.00
Jason L Behrens	JB	Associate	23.25	635	\$14,763.75
Jason L Behrens	JB	Associate	0.75	625	\$468.75
Lauren Cook	LC	Associate	27.00	535	\$14,445.00
Lisa Hin	LH	Associate	12.00	450	\$5,400.00
Charles Kaufman	C K	Associate	12.50	640	\$8,000.00
Lauren King	LK	Associate	79.75	675	\$53,831.25
James I Kinnebrew	JK	Associate	5.00	600	\$3,000.00
James I Kinnebrew	JK	Associate	7.25	575	\$4,168.75
Max Levine	MJL	Associate	6.75	535	\$3,611.25
William MacDonald	WM	Associate	0.75	675	\$506.25
Sophie Melniker	SIM	Associate	72.25	535	\$38,653.75
Kenneth Parsons	KP	Associate	21.25	660	\$14,025.00

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### Timekeeper Summary

Timekeeper	Tkpr	Status	Hours	Rate	Value
Courtney B Posner	CBP	Associate	60.50	600	\$36,300.00
Joshua Posner	JP	Associate	7.00	395	\$2,765.00
Farheen Raza	FR	Associate	2.25	480	\$1,080.00
Monique L Ribando	MR	Associate	7.25	625	\$4,531.25
Andrew Robbins	ASR	Associate	150.00	535	\$80,250.00
Jennifer M Zanko	JZ	Associate	0.75	650	\$487.50
Jennifer M Zanko	JZ	Associate	33.25	625	\$20,781.25
Kenneth Eisman	K E	Paralegal	7.00	200	\$1,400.00
Austin Gill	A G	Paralegal	28.00	200	\$5,600.00
Mary Lauer	M L	Paralegal	9.75	200	\$1,950.00
Lucy Stonehill	L S	Paralegal	4.75	200	\$950.00
Christina Belanger	C B	Managing Clerk	0.50	220	\$110.00
Kerin Donahue	K D	Managing Clerk	2.00	175	\$350.00
Eric C James	EJ	Managing Clerk	1.00	175	\$175.00
Evan Lane	EL	Managing Clerk	1.50	175	\$262.50
Judith Strigaro	JSS	Managing Clerk	1.00	260	\$260.00
Betty Braverman	BB	Non Legal Staff	1.25	150	\$187.50
Christopher D Lowden	CL	Non Legal Staff	0.75	160	\$120.00
Joel M Weisberger	JW	Non Legal Staff	0.50	160	\$80.00
Totals			1,125.00		\$726,801.25
Total Professional Services					\$726,801.25

### Charges and Disbursements Summary

Type of Disbursement	Amounts
FedEx	40.72
Color copies	388.00
Reproduction	15,323.80
Messenger Service	22.50
Telephone	304.89
Postage	0.45
Travel Out Of Town - Parking	26.00
Filing Fees	210.00
Miscellaneous Charges	5,723.00
Books, Periodicals. Etc.	65.00
Process Service	150.00
Business Meals	352.56
Business Meals	2,547.52
Local Transportation	4,498.70
Telephone	167.80
Word Processing	7,742.25

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**Charges and Disbursements Summary**

Online Legal Research	653.25
Legal Research - Lexis	1,039.16
Proofreading	129.50
Legal Research - Westlaw	1,906.00
Conference Services	888.75
<b>Total Expenses</b>	<b>\$42,179.85</b>
<b>Total Amount for this Matter</b>	<b>\$768,981.10</b>

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Payment is due upon receipt.  
Kindly reference our invoice number(s) on all checks, wire transfers and remittances.

Wire transfer instructions:

Bank: JP Morgan Chase Bank  
1166 Avenue of the Americas  
New York, NY 10036  
Acct#: 910-1-062983  
ABA#: 021-000-021  
Swift Code: CHASUS33  
Credit Acct of: Dewey & LeBoeuf LLP  
Reference: Joseph A Smith

Check remittance instructions:

Dewey & LeBoeuf LLP  
P.O. Box 416200  
Boston, MA 02241-6200